

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

Delphi Corporation., et al.,

(the "Debtor")

In proceedings for Reorganization under Chapter 11

Case No. 05-44481

(Jointly Administered)

Claim No. **14200**

Claim Amount: **\$1,403,132.21**

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**NOTICE OF TRANSFER OF CLAIMS PURSUANT TO  
FRBP RULE 3001 (e) (2)**

**To Transferor:** N.D.K. America, Inc.

Your unsecured claim no. 14200, in the amount of **\$1,403,132.21** has  
been transferred to:

**Transferee: DEUTSCHE BANK SECURITIES, INC.**  
60 Wall Street, 3<sup>rd</sup> Floor, New York, NY 10005  
Attn: Vikas Madan and Ross Rosenfelt  
Phone: 212-250-5760  
Fax: 212-797-8770

with copies to:

Attn:  
Fax:

The Evidence of Transfer of Claim is attached hereto. No action is required if you do not object to the transfer of your claim. However, if you do object to the transfer of your claim, within 20 days of this notice, you must:

- FILE A WRITTEN OBJECTION TO THE TRANSFER with:

Clerk's Office  
United States Bankruptcy Court  
Southern District of New York  
One Bowling Green  
New York, New York -----

- SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE.

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*(FOR CLERK'S OFFICE USE ONLY):*

This notice was mail to the first named party, by first class mail, postage prepaid on \_\_\_\_\_, 2006.

INTERNAL CONTROL NO. \_\_\_\_\_

Copy: (check) Claims Agent ☐ Transferee ☐ Debtor's Attorney

\_\_\_\_\_  
Clerk

Refer to INTERNAL CONTROL NO. \_\_\_\_\_ in your objection.

If you file an objection, a hearing will be scheduled.

If your objection is not timely filed, the transferee will be substituted on our records as the claimant in this proceeding

**EXHIBIT B**

**EVIDENCE OF TRANSFER OF CLAIM**

TO: United States Bankruptcy Court for the  
Southern District of New York ("Bankruptcy Court")  
Attn: Clerk

AND TO: Delphi Corporation ("Debtor")  
Case No. 05-44481 (REG)

Claim # 14,200

N.D.K. AMERICA, INC. its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

**DEUTSCHE BANK SECURITIES INC.**  
60 Wall Street, 3rd Floor  
New York, NY 10005  
Attn: Vikas Madan and Matthew Doheny  
Phone: 212-250-5760  
Email: [vikas.madan@db.com](mailto:vikas.madan@db.com)  
[matthew.doheny@db.com](mailto:matthew.doheny@db.com)

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights of stoppage in transit, replevin and reclamation, in the principal amount of **\$1,403,132.21** (of the total \$1,444,823.68 of the Proof of Claim) ("Claim") against Delphi Automotive Systems, LLC in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Assignment of Claim by its duly authorized representative dated November \_\_, 2006.

**N.D.K. AMERICA, INC.**

By: Dave Turner  
Name: Dave Turner  
Title: Treasurer

**DEUTSCHE BANK SECURITIES INC.**

By: Scott G. Martin  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**Scott G. Martin**  
Managing Director